

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE HERLEY INDUSTRIES, INC.

SECURITIES LITIGATION

CIVIL ACTION

NO. 06-2596 (JRS)

**DEFENDANTS' OPPOSITION TO PLAINTIFFS'  
MOTION IN LIMINE TO PRECLUDE DEFENDANTS  
FROM ASSERTING THE ADVICE OF COUNSEL  
AS A DEFENSE IN THIS ACTION**

**FILED UNDER SEAL  
PURSUANT TO PROTECTIVE ORDER**